

BUSINESS LAW SECTION

CORPORATIONS COMMITTEE

COMMITTEE MEETING AGENDA FOR NOVEMBER 3, 2000

**San Francisco
Friday, November 3, 2000
9:30 a.m.**

I ADMINISTRATIVE MATTERS

1. Opening remarks and announcements: Lucas/Stansell
2. Re-introduction of members
3. Approval of Minutes of October 6, 2000 meeting: Piazza
4. Review of Committee achievements 1999-2000 and discussion of Committee goals for 2000-2001

II. LIAISONS' REPORT AND DISCUSSION

5. Securities and Exchange Commission: Tyson
6. NASD: Harasym
7. Department of Corporations: Thompson
8. BLS Executive Committee: Hoxie
9. Liaisons to other committees: Cyberspace Law (Piazza); Corporate Law Departments (Lyon); Partnerships & LLCs (Crandall); UCC (Dyer)

III. PENDING LEGISLATION/AFFIRMATIVE LEGISLATIVE PROPOSALS

10. Corporate name change without shareholder approval: Hamburger
11. 25102(f) "reasonable belief" proposal
12. Corporate conversions: Stansell
13. 25102(o) notice filing: Graeser
14. Report of Legislative Liaison: Pike

IV. POTENTIAL AFFIRMATIVE LEGISLATIVE PROPOSALS

15. Section 203 shareholders' agreement: Wertlieb
16. Section 710 sunset on supermajority approvals: Pike
17. Greenfield case (liability to non-seller): Lyon/Carpenter
18. Technical corrections: Fitzpatrick
 - (a) 25103(h) dissenters' rights
 - (b) 301.5 "National Association Quotation System"

V. WEB SITE PROJECTS

19. Web site update: Caplan
20. Web site "recent developments" page: Tonsfeldt
21. Web site forms project: Pike
22. Posting of law firm communications/advisories to clients: Lyon
 - (a) 25103(h) dissenters' rights
 - (b) 301.5 "National Association Quotation System"

VI. OTHER PROJECTS

23. Educational activities: Walther
24. Posting of releases and interpretive opinions on Department of Corporations Web site: Bishop
25. Secretary of State fax and electronic filings: Dravis
26. Franchise Tax Board expedited tax clearance: Dravis
27. Proposed Department of Corporations rule to exempt certain general partners of venture capital funds from investment advisor registration: Farman/Graeser
28. Guide to Organizing a California Corporation: Lyon/Cheatham/Stansell
29. Business Law News articles:
 - (a) Encryption: Martin
 - (b) Electronic signatures: Piazza
 - (c) Recent legislation: Walther
30. Opinion Task Force: Crandall/Tonsfeldt/Lucas
31. Continued allocation of new projects VII. PRACTICE ISSUES/NEW BUSINESS

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Corporation Committee Meeting Agendas

